Message from the Chair

Dear Fellow Members and Leaders of the Business and Corporate Litigation Committee (BCLC):

As you will see from the photos on our webpage and the subcommittee reports and articles in this issue of Network Newsletter, our committee had an entertaining, productive, and successful Spring Meeting in Montréal, QC, Canada. Our CLE, our non-CLE, and our joint committee dinner (with the Judges Initiative Committee) were all well attended and presented. We were in particular thrilled that our Women Business and Commercial Advocates Subcommittee (WBCA) honored Justice Suzanne Côte of the Supreme Court of Canada at the reception immediately preceding the dinner. Thank you to the leadership of the WBCA, Linda Leali, of the Florida bar, and all of our law firm sponsors once again for allowing this wonderful committee tradition to thrive.

Thank you as well to our subcommittee leaders, and to my vice chairs, for all of your continuing efforts. The Business Law Section (BLS) Annual Meeting in Boston, scheduled for September 8-10, 2016, will be presented at the Marriott and Westin Copley Plaza Hotels. Online registration is open, and early-bird registration rates are in effect through July 2016. We have another outstanding line-up of CLE and non-CLE programs, our 25th Annual Committee Dinner, to be held jointly with the Judges Initiative and Young Lawyer Committees, and the Annual Pro Bono and Public Service Project, which is led by our very own subcommittee on Pro Bono and Public Service.

In addition to a special event to be held in conjunction with BCLC’s 25th Anniversary, we will present four CLE programs (and co-sponsor others):

- How do we settle this? Settlement in "bet-the-company" and other high-stakes business cases;
- There is no such thing as boilerplate: Issues in the back of the contract;
- The Intensified Litigation and Regulatory Environments in the Supply Chain Slavery Arena; and
- Pinching Discovery Pennies while getting what you need - A look at the amended federal rules and similar state streamlining efforts.

Please remember that further BCLC leadership appointments will be made after the BLS Annual Meeting, so please check in with your subcommittee leadership about succession planning, and send your recommendations or interests to me. On that front, I am pleased to report that we have two new subcommittees: the Health Law and Life Sciences Litigation Subcommittee (HLLSL) and the Historical Subcommittee. The HLLSL, led by Kevin Hormuth, of the Missouri bar, and Hon. Tim Driscoll, of the New York bench, plans to focus on topics and trends of interest to health law business litigators. The Historical Subcommittee, led by Steve Brauerman and Vanessa Tiradentes, both of the Delaware bar, plans to interview past chairs and map the significant milestones of our great committee. We also plan to add lists of all the awardees (and locations) from the Women Business and Commercial Advocates receptions, the Trial Tips from the Bench luncheons, and all our Annual Pro Bono and Public Service projects. Please let me know if you have interest in either of these new subcommittees for BCLC.

I’ll be in touch relatively soon with more detailed information on the BLS Annual Meeting, and, in the interim, enjoy your summer!

Sincerely,
Patrick T. Clendenen
Chair
Business and Corporate Litigation Committee
American Bar Association, Business Law Section

Featured Articles

Protections of the Newly Enacted Defend Trade Secrets Act
By Michael T. Renaud, Bret A. Cohen, and Nicholas W. Armington

On May 11, 2016, President Obama signed the Defend Trade Secrets Act (DTSA) into law. This important new legislation creates a federal private civil cause of action for trade secret misappropriation in which "[a]n owner of a trade secret that is misappropriated may bring a civil action . . . if the trade secret is related to a product or service used in, or intended for use in, interstate or foreign commerce." Defend Trade Secrets Act of 2016, S. 1890, Sec. 2. The statute does not preempt existing state trade secret law regimes, but will exist in parallel, adding an enhanced toolbox of options for American companies' enforcement of their intellectual property rights.

One provision of the new DTSA that has generated much commentary in the run up to its enactment is the new civil seizure mechanism established by the statute. This mechanism allows a court to "issue an order providing for the seizure of property necessary to prevent the propagation or dissemination of the trade secret that is the subject of the action." The civil seizure process will allow American companies who are aware of a potential misappropriation of their trade secrets to quickly prevent further exposure of proprietary information during the pendency of a formal DTSA case.

If trade secret misappropriation is ultimately found to have taken place during a DTSA proceeding, the law provides for a bevy of additional remedies which include equitable relief in the form of an injunction to prevent any actual or threatened future misappropriation, payment of a reasonable royalty for future use of a trade secret in "exceptional circumstances," and damages and/or attorney's fees where appropriate.

The broad definition of "trade secret" together with the prophylactic provisions of the statute will provide a robust additional tool for American companies to prevent unauthorized disclosure of proprietary information. While there are certainly still open questions about the breadth of this statute given its recent enactment, including how conflicts between the DTSA and a state's common law requirements concerning keeping confidential protected trade secrets will play out, it seems clear that this new law will provide an additional avenue through which American companies can protect their intellectual property.

For a more in-depth explanation of the provisions of the DTSA, click here.

Delaware Supreme Court Reconsiders the Scope of General Jurisdiction
By Kali E. Bradshaw
In a recent decision, the Delaware Supreme Court reversed a trial court ruling regarding the Delaware registration statutes and foreign defendants' consent to general jurisdiction. In Genuine Parts Co. v. Cepec, Delaware's highest court was presented with its first opportunity to address the scope of the recent United States Supreme Court decision in Daimler AG v. Bauman. The Court, overturning long-standing Delaware Supreme Court precedent, concluded that the Daimler decision extends to Delaware's registration statutes.

**Background**

Procedurally, Genuine Parts Co. v. Cepec, Del. Supr., No. 528, 2015, Strine, C.J. (April 18, 2016), is an asbestos case brought in the Delaware Superior Court by Mr. and Mrs. Cepec against Genuine Parts Company ("GPC"), and six other defendants. The suit alleged that Mr. Cepec was exposed to asbestos for three years while employed with GPC in Jacksonville, Florida. GPC is a Georgia corporation with its principal place of business in Georgia. Plaintiffs conceded that the trial court could not exercise specific jurisdiction over GPC. As such, GPC filed a motion to dismiss for lack of personal jurisdiction.

The trial court denied GPC's motion to dismiss, relying on the Delaware Supreme Court's long-standing interpretation of the Delaware Registration Statutes, 8 Del. C. §§ 371 and 376, in Sternberg v. O'Neil, 550 A.2d 1105 (Del. 1988). In Sternberg, the Court held that, under Delaware registration statute and statute for service of process on a foreign corporation's registered agent, collectively, a foreign corporation consents to Delaware's general jurisdiction by registering to do business in Delaware and appointing an in-state agent for service of process. In its motion to dismiss, GPC contended that the recent U.S. Supreme Court decision, Daimler AG v. Bauman, 134 S. Ct. 746 (2014), effectively invalidated the Sternberg interpretation of the Delaware Registration Statutes. The trial court, however, declined to extend Daimler, finding that Daimler did not apply where a foreign corporation consented to general jurisdiction.

GPC filed an interlocutory appeal to the Delaware Supreme Court. In a rare exception, the Supreme Court accepted the interlocutory appeal. The Court, sitting en banc, heard oral argument on March 9, 2016. On April 18, 2016, the Supreme Court issued its 4-1 opinion, reversing the trial court's decision and effectively overturning the Sternberg interpretation of the Delaware Registration Statutes.

**Read more...**

**Getting Involved As A Young Lawyer**

By Sasha Francis

As a young lawyer your time is extremely limited. For those in BigLaw and solo practice alike, there is a constant struggle in balancing work and other aspects of your life. As a result, young lawyers are less inclined to become involved in bar activities. Despite these hectic schedules, it is important that young lawyers get involved with Section activities from the onset of their professional careers.

I recently attended the ABA Business Law Section's Annual Spring Meeting in Montreal. While registering for the meeting I noticed the Section had incorporated a Young Lawyer Track into its program. These programs were extremely insightful. The majority of the programs were geared toward mentorship and professional development, although a few were subject matter-specific. I was inspired by the fact that some of the panelists were young lawyers, as it provided concrete examples of the many ways young lawyers can get involved. The networking activities and receptions provided young lawyers a valuable opportunity to meet and develop relationships with Section Leaders.

One program that really left an impression on me was not part of the Young Lawyer Track, but it certainly could have been because the discussion was one that young lawyers needed to hear. The Section's Leadership Development Committee put on a program entitled "How to Become a Section Leader" in which the panel, comprised of current and past Section leaders, spoke about how they became involved with the Business Law Section and how doing so contributed to their careers.
Subcommittee Reports and Updates

Many thanks to all who attended the 2016 Spring Meeting in Montreal! Make sure to check out the Business Law Today article recapping the Meeting. Also visit the BCLC homepage for photos from event, as well as links to program materials and program audios for panels the BCLC sponsored at the Meeting.

Bankruptcy Litigation Subcommittee

The Bankruptcy Litigation Subcommittee was pleased to present once again at the Fall Meeting the "Bankruptcy for Breakfast" Program (materials / audio). This year's panel featured Chief Bankruptcy Judge Frank Bailey (Bankr. D. Mass.), Judge Elizabeth Slong (Bankr. E.D.N.Y.), Judge Philip Brandt (Bankr. W.D.Wa.), Danielle Spinelli (WilmerHale), Michael Rubenstein (Liskow & Lewis), and Sarah Cave (Hughes Hubbard & Reed LLP). Discussion topics included developments in bankruptcy jurisdictional analysis, Supreme Court decisions, equitable mootness, and ethical issues for bankruptcy practitioners.

In addition, the Subcommittee once again led the drafting of the Bankruptcy Litigation chapter for the ABA Recent Developments publication, which is expected to be released in the near future.

The Subcommittee also welcomed as Vice Chair Christopher Samis, a partner at Whiteford Taylor & Preston in Wilmington, Delaware. Chris is a longtime member of the Subcommittee, former participant in the Bankruptcy for Breakfast program, and an active bankruptcy litigator.

The Subcommittee's future activities will include the "Bankruptcy for Breakfast" program at the 2016 Fall Meeting, the next chapter in Recent Developments in Business and Corporate Litigation, and a bankruptcy litigation symposium to be held in Wilmington, Delaware, on hot topics and best practices that will feature Delaware bankruptcy judges and practitioners.

Business Divorce Subcommittee

The Business Divorce Subcommittee remains active. At the Annual Meeting in Chicago, we had a full house at our subcommittee meeting. Neal Jacobs of Jacobs Law Group, PC in Philadelphia gave a well-received presentation on "The Privately Held Business and the High Conflict Personality"—a recurring theme in business divorce disputes. We also had a roundtable discussion regarding a recently completed business divorce case in Delaware that included counsel for the plaintiff (Steve Brauerman of Bayard, P.A. in Wilmington, Delaware), counsel for the defendant (Kurt Heyman and Melissa Donimirski of Proctor Heyman Enerio LLP), and the judge (the Honorable Donald F. Parsons, Jr., recently retired Vice Chancellor of the Delaware Court of Chancery).

In December 2015, we did a reprise of our "50 Ways to Leave Your Lover, err . . . Business Partner" presentation (originally presented at the Spring Meeting in San Francisco) as an In The Know webinar sponsored by the Business Law Section (materials/audio/video). Panelists included Kurt Heyman of Proctor Heyman Enerio LLP in Wilmington, Delaware (moderator); Peter Ladig of Morris James LLP in Wilmington, Delaware; Eric Milby of Lundy Beldecos & Milby P.C. in Narberth, Pennsylvania; Daniel Formeller of Tressler LLP in Chicago; and Melissa Donimirski of Proctor Heyman Enerio LLP in Wilmington, Delaware. Over 600 listeners participated.

At the Spring Meeting in Montreal, we participated in the Annual Developments presentations with "Annual Trends in Business Divorce: 'No-Fault' Business Divorce or 'Till Death Do Us Part?'" (materials / audio). Panelists included Kurt Heyman of Proctor Heyman Enerio LLP in Wilmington, Delaware; the Honorable J. Travis Laster, Vice Chancellor of the Delaware Court of Chancery; the Honorable Henry Ridgley, retired Justice of the Delaware Supreme Court and now a partner at DLA Piper LLP in Wilmington, Delaware; Peter Mahler of Farrell...
Fritz, P.C. in New York City; and Dennis Ellis of Paul Hastings LLP in Los Angeles. We also had a well-attended subcommittee meeting the following day, which included some of the leading business divorce practitioners from around the country.

Business Torts Subcommittee

The Business Torts Subcommittee has continued to jointly meet and coordinate its non-CLE programming and events with the Trial Practice Subcommittee, Judges Initiative Subcommittee, and Appellate Practice Subcommittee whenever possible.

The Business Torts Subcommittee met jointly with the Trial Practice Subcommittee at the 2016 Spring Meeting in Montreal and discussed a proposed CLE program regarding the mechanics of putting on evidence at trial including the use of depositions at trial (as evidence, for impeachment, and to refresh recollection), habit and reputation evidence, summaries and business records, side bars, and other related topics. The Subcommittee plans to engage in follow-up discussions via email to further refine the concept, and seek input from members regarding possible content.

Kevin Hormuth prepared and submitted this year's submission to the Recent Developments in Business and Corporate Litigation. Peter Valori spoke on the "Annual Review Panel: Business and Corporate Litigation" on the topic of cybersecurity at the Spring Meeting in Montreal (materials / audio).

We look forward to seeing all of you in Boston at the Business Law Section Annual Meeting!

Communications and Technology Subcommittee

As of April 2016, there has been a definite increase in Subcommittee content on webpages since our renewed effort to increase participation in September 2015. Rather than reporting details, it may be most useful-and inspirational-to actually look at these webpages. Links to some of our webpages are provided below. Please also visit the Business and Corporate Litigation Committee and Judges Initiative Committee webpages.

We have gone from just a few Subcommittees making use of their webpages less than seven months ago, to nearly half now doing so in some form. Thanks to all who have contributed, and thanks to those of you who will be doing so in the future-a win-win for the BCLC and for each of you who can get your message and presence out into the legal community.

Alternative Dispute Resolution Subcommittee
Appellate Litigation Subcommittee
Bankruptcy Litigation Subcommittee
Business Courts Subcommittee
Business Divorce Subcommittee
Business Torts Subcommittee
Corporate Counseling and Litigation Subcommittee
Diversity Clerkship Program
Ethics, Professionalism and Civility Subcommittee
International Litigation Subcommittee
Legal Analytics Joint Working Group
Publications Subcommittee
Sports-Related Disputes Subcommittee
Trial Practice Subcommittee

Tribal Court Litigation Subcommittee

Women Business and Commercial Advocates Subcommittee

Membership Subcommittee

The Business and Corporate Litigation Committee is currently the eighth largest committee in the Section with 1,868 members. From February 2015 to February 2016, the BCLC had significant growth in its Law Student membership, with an increase in membership count of 18.23%. However, consistent with the overall trend of the Business Law Section, the BCLC experienced a decline in total membership. During the February to February period, the number of Lawyer members decreased by 6.93%, and the number of Associate members decreased by 8.7%. During this same period, the Section's membership count decreased by 2.64%, with declines in Lawyer Count and Associate memberships, but gains in Law Student memberships. The decline in membership is largely attributable to a January 30, 2016 drop of 3,799 Section members for nonpayment of dues.

The Membership Subcommittee reported on its efforts at the recent Fall Meeting in Washington, D.C. and the Spring Meeting in Montreal. Recruitment efforts include the continuation of targeted email campaigns to current and prospective members. Additionally, the Section's telemarketing campaign concluded in January 2016 and brought in 540 new Section members. Eight new Section-managed recruitment campaigns also added 111 new members in January 2016.

Lastly, the Membership Subcommittee, including Subcommittee Chair Judge Elizabeth Stong, is assisting in plans for the Committee's upcoming 25th Anniversary Program, Reception, and Dinner, to be held at the at the U.S. Bankruptcy Court in Boston during the Section Annual Meeting this Fall. The specific details on the program and dinner will be made available when the plans have been finalized.

The Membership Subcommittee welcomes the participation of all BCLC members in its efforts to increase our membership.

Securities Law Subcommittee

The Securities Law Subcommittee was very active during the recent Business Law Section meeting in Montreal. As part of our subcommittee meeting, we joined forces with the Criminal and Enforcement Litigation Subcommittee and with the Civil Litigation and SEC Enforcement Subcommittee of the Federal Regulation of Securities Committee for a non-CLE program on securities law enforcement in Canada, particularly in Quebec. There was a discussion of the recent insider trading case involving online poker company Amaya Inc. brought by the Quebec Securities Commission. We also discussed the differences between U.S. and Canadian securities law enforcement. We were joined by Frederic Pare, a partner in the Montreal office of Stikeman Elliott who specializes in securities enforcement and litigation, and Bill Baker, a partner at Latham & Watkins and a former Associate Director of Enforcement at the SEC.

The Subcommittee also co-sponsored a CLE program with the Directors and Officers Liability Committee entitled "Preparing for and Ethical Issues Created by the Department of Justice's Yates Memo on Individual Accountability for Corporate Wrongdoing" (materials / audio). It was a successful program with some good discussion among the panel.

The Subcommittee is looking for volunteers to help prepare next year's Securities Law chapter for the Recent Developments in Business and Corporate Litigation book. Please contact Jay A. Dubow if interested.

Trial Practice Subcommittee

Greetings from the Courtroom lawyers and Business Court Judges of the Business Law Section! We welcome Peter Valori and Victor Vital as Vice Chairs...
to the Committee and we are grateful for their leadership, experience, and energy. They join Michaela Sozio, Emily Burton, and Jennifer Gray in the energetic and enthusiastic leadership of our Committee.

Members of the Trial Practice Subcommittee were featured prominently in the popular and informative CLE programs at the Spring Meeting in Montreal. In addition, they enjoyed the warm collegiality and the many opportunities for socializing. Another successful meeting and another great opportunity to network and learn!

We are busy preparing for the Annual Meeting in Boston. Our joint subcommittee meetings with the Business Court Judges, the Business Torts Subcommittee, and the Appellate Subcommittee have always been received enthusiastically, and provide a lively and informative venue for the discussion of issues that impact our professional lives inside the courtroom. We are planning to continue that tradition in Boston.

And, of course, we are planning the Fourth Annual "Tips from the Trial Bench" in conjunction with members of the Business Court Judiciary. This program has been filled to capacity each year with practicing lawyers of all skill and experience levels, and also provides law students with an opportunity to enter into conversation with trial lawyers and Business Court Judges in an informal setting. We are always looking for sponsors for this program so that we can continue to offer it to everyone at no charge. If you are able to provide a sponsorship at any level or have any suggestions on sponsors, please contact Michaela Sozio.

We hope that you are planning to come to Boston to join us for another exciting and informative meeting. We especially invite you to participate in our joint Subcommittee Meeting. You will be most welcome.

Finally check our webpage for updates on program planning for the Annual Meeting.

Enjoy the summer and make your plans for the Annual Meeting.
Delaware Supreme Court Reconsiders the Scope of General Jurisdiction
By Kali E. Bradshaw

In a recent decision, the Delaware Supreme Court reversed a trial court ruling regarding the Delaware registration statutes and foreign defendants’ consent to general jurisdiction. In Genuine Parts Co. v. Cepec, Delaware’s highest court was presented with its first opportunity to address the scope of the recent United States Supreme Court decision in Daimler AG v. Bauman. The Court, overturning long-standing Delaware Supreme Court precedent, concluded that the Daimler decision extends to Delaware’s registration statutes.

Background

Procedurally, Genuine Parts Co. v. Cepec, Del. Supr., No. 528, 2015, Strine, C.J. (April 18, 2016), is an asbestos case brought in the Delaware Superior Court by Mr. and Mrs. Cepec against Genuine Parts Company (“GPC”), and six other defendants. The suit alleged that Mr. Cepec was exposed to asbestos for three years while employed with GPC in Jacksonville, Florida. GPC is a Georgia corporation with its principal place of business in Georgia. Plaintiffs conceded that the trial court could not exercise specific jurisdiction over GPC. As such, GPC filed a motion to dismiss for lack of personal jurisdiction.

The trial court denied GPC’s motion to dismiss, relying on the Delaware Supreme Court’s long-standing interpretation of the Delaware Registration Statutes, 8 Del. C. §§ 371 and 376, in Sternberg v. O’Neil, 550 A.2d 1105 (Del. 1988). In Sternberg, the Court held that, under Delaware registration statute and statute for service of process on a foreign corporation’s registered agent, collectively, a foreign corporation consents to Delaware’s general jurisdiction by registering to do business in Delaware and appointing an in-state agent for service of process. In its motion to dismiss, GPC contended that the recent U.S. Supreme Court decision, Daimler AG v. Bauman, 134 S. Ct. 746 (2014), effectively invalidated the Sternberg interpretation of the Delaware Registration Statutes. The trial court, however, declined to extend Daimler, finding that Daimler did not apply where a foreign corporation consented to general jurisdiction.

GPC filed an interlocutory appeal to the Delaware Supreme Court. In a rare exception, the Supreme Court accepted the interlocutory appeal. The Court, sitting en banc, heard oral argument on March 9, 2016. On April 18, 2016, the Supreme Court issued its 4–1 opinion, reversing the trial court’s decision and effectively overturning the Sternberg interpretation of the Delaware Registration Statutes.

United States Supreme Court Decision

In Daimler, the U.S. Supreme Court confirmed that, “only a limited set of affiliations with a forum will render a defendant amenable to all-purpose jurisdiction there.” See Daimler, 134 S.Ct. at 760. In other words, as a matter of course, a court may only exercise general jurisdiction over a corporation where it is incorporated or has its
principal place of business therein. The Court noted in *dicta*, however, the “possibility that in an exceptional case, a corporation’s operations in a forum other than its formal place of incorporation or principal place of business may be so substantial and of such a nature as to render it at home in that State.” *Id.* at 761, n.19.

The Court focused in this decision on the necessity of a corporation being effectively “at home” in a jurisdiction in order for it to be subject to general jurisdiction therein, because anything less would be “unacceptably grasping.” *Id.* at 760. This focus flowed from the Court’s desire to protect the proposition that the Due Process Clause gives a degree of predictability to the legal system which allows potential defendants to structure their primary conduct with some assurance as to where that conduct will and will not render them subject to suit. *Id.* at 760–62. It is inconsistent with the principles of due process for a corporation to be subject to general jurisdiction in every place it does business.

The *Daimler* decision emphasizes a bright line between the threshold requirements for a State to exercise all-purpose, general jurisdiction over a non-resident defendant and its ability to exercise only limited, specific jurisdiction. The decision also demonstrates the U.S. Supreme Court’s recognition that the requirements between general and specific jurisdiction have become blurred. The Court is also committed to protecting foreign corporations from being subject to general jurisdiction in states where they would not otherwise reasonably anticipate litigation.

*Daimler*, however, only addressed the limited circumstances required for a state to exercise general jurisdiction over a non-resident. The decision did not address the circumstances under which a non-resident has consented to general jurisdiction. As such, the Supreme Court left the door open for non-resident defendants to challenge general jurisdiction conferred by State statutes imputing consent, as was the case in *Genuine Parts*. On appeal, the issues before the Delaware Supreme Court were: whether the principles of the *Daimler* decision extend to circumstances where a non-resident is deemed to consent to Delaware’s general jurisdiction based on the Delaware Registration Statutes, and, if so, whether that consent is still valid after applying *Daimler*.

**Delaware Supreme Court Decision**

A majority of the members of the Delaware Supreme Court held that the reasoning in *Daimler* extended to statutes that impute consent to jurisdiction and overruled the well-established *Sternberg* decision. The Court found that, after *Daimler*, Delaware’s Registration Statutes could not reasonably be read as they were in *Sternberg*.

Instead, the Court held that Delaware’s Registration Statutes must be read to require a foreign corporation to appoint a registered agent to accept service of process, but not to impute consent to general jurisdiction in any cause of action unrelated to the foreign corporation’s activities in Delaware. *Genuine Parts*, No. 528, 2015 at 34. The Court was acutely focused on the consequence that, if every state can claim general jurisdiction over every company that does business within its borders, businesses would
be subject to capricious litigation as a cost of operating nationally or merely entering a particular state’s market. See Id. at 5. Further, the Court noted its vested interest in protecting Delaware’s large number of incorporated businesses. Id. at 35.

Under Genuine Parts, “any use of the service of process provision for registered foreign corporations must involve an exercise of personal jurisdiction consistent with the Due Process Clause of the Fourteenth Amendment.” Id. at 3. Accordingly, a foreign corporation will no longer be deemed to consent to general jurisdiction merely by complying with the Delaware’s Registration Statutes. A Delaware court may only exercise general jurisdiction over a corporation that is incorporated or has its principal place of business in Delaware. Otherwise, the court must be able to exercise specific jurisdiction over a foreign corporation based on the corporation’s meeting the minimum contacts requirements under Delaware’s long-arm statute.

What this Means for Delaware Litigation Practices

The Genuine Parts decision is critical in two respects. First, it fortifies a value firmly engrained in Delaware law; Delaware’s protection of its business entities’ Due Process rights is paramount. Second, this decision provides a clear example for other states to follow in interpreting Daimler.

The Sternberg interpretation of the Delaware Registration Statutes has allowed defendants that are not incorporated or headquartered in Delaware, and that are without minimum contacts to Delaware in a specific case, to nevertheless be sued in Delaware actions. This is why, at first glance, the Genuine Parts decision seems to have tremendous implications for certain Delaware litigation practices, including the basis of the case: asbestos. And to an extent, it may. It is important, however, to analyze the practical implications of the decision.

Similar to any other defense, a defendant’s exercise of this jurisdictional defense must be strategic and should be thoroughly analyzed on a case-by-case basis. The Genuine Parts decision adds a strong defense to a foreign defendant’s arsenal, but is not one that should necessarily be employed automatically. The value of the defense must be weighed against the law and court system in the defendant’s home state and state of incorporation, as well as any other jurisdiction in which the defendant could be sued in that case. If exercising this defense results in the foreign defendant being sued in a jurisdiction where the law or court system is unfavorable compared to Delaware, no real benefit is conferred.

Conclusion

The Delaware Supreme Court’s decision in Genuine Parts reaffirms that protecting Delaware business entities’ due process rights remains a core value of Delaware law. As the ruling is applied, consideration of the potential pitfalls of alternative forums must be thoroughly assessed before any case is divested of Delaware jurisdiction.
Getting Involved As A Young Lawyer?
By Sasha Francis

As a young lawyer your time is extremely limited. For those in BigLaw and solo practice alike, there is a constant struggle in balancing work and other aspects of your life. As a result, young lawyers are less inclined to become involved in bar activities. Despite these hectic schedules, it is important that young lawyers get involved with Section activities from the onset of their professional careers.

I recently attended the ABA Business Law Section’s Annual Spring Meeting in Montreal. While registering for the meeting I noticed the Section had incorporated a Young Lawyer Track into its programing. These programs were extremely insightful. The majority of the programs were geared toward mentorship and professional development, although a few were subject matter–specific. I was inspired by the fact that some of the panelists were young lawyers, as it provided concrete examples of the many ways young lawyers can get involved. The networking activities and receptions provided young lawyers a valuable opportunity to meet and develop relationships with Section Leaders.

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I inquired of the panel: how does a young lawyer find time to get involved with the Business Law Section? Below are some of the responses:

- It is all about perspective. Getting involved in bar activities, although time–consuming, plays an important role in developing your knowledge and skill set.
- As a young lawyer, involvement in Section activities helps you develop substantive expertise in your area of practice.
- Take baby steps. Incremental contributions are just as valuable.
- Include your family on trips to Section meetings.
- Consider Section involvement a part of your professional development, not a separate activity.
- Use Section meetings as a way to stay abreast of recent changes to the law, which can be an added resource to your firm.
- Have fun and enjoy it.
As a follow-up, I asked the panel: once a young lawyer has found the time to be involved with the Business Law Section, where does one start? They answered:

- Find a mentor.
- Identify what you are trying to achieve, and then discuss how your mentor can help you achieve it.
- Volunteer to be a speaker or a moderator of a program.
- Seek out opportunities and don’t be afraid to step outside your comfort zone.
- Become a CLE program chair or ask if you can oversee the committee’s website or social media accounts.
- Let your committee or Section leaders know if you have some unusual level of expertise.
- Try attending subcommittee meetings, which may be more manageable.
- Don’t be afraid to speak up—although it can be intimidating, it will be a great experience.
- Don’t be afraid to share your ideas; this can lead to development of new committees.
- Remember you will get out of it what you put into it.
- Keep an open mind about new ideas and capitalize on it when possible.

Although attending Section meetings can be time-consuming and expensive, the knowledge you obtain and the experience you walk away with are unmatched. I strongly encourage all young lawyers to invest the time and take advantage of the resources that are provided at these Section meetings.